



**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re MACY'S, INC. SECURITIES
LITIGATION

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: Master File No. 1:07-cv-04774-AKH
:
: ECF
:

This document relates to:

ALL ACTIONS.

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~~PROPOSED~~ FINAL JUDGMENT

ALVIN K. HELLERSTEIN, U.S.D.J.:

Defendants having moved to dismiss the Consolidated Amended Complaint pursuant to Federal Rule of Civil Procedure 12(b)(6), and the matter having come before this Court on May 19, 2008 for argument on Defendants' motion to dismiss, and this Court, on May 20, 2008, having granted Defendants' motion to dismiss for the reasons stated on the record and having granted Plaintiffs leave to file an amended complaint on or before June 30, 2008 to correct the deficiencies noted on the record, and Plaintiffs having failed to file an amended complaint on or before June 30, 2008, it is

ORDERED, ADJUDGED AND DECREED THAT:

1. The Court finds that Plaintiffs' Consolidated Amended Complaint was filed on a good faith basis in accordance with the Private Securities Litigation Reform Act and Rule 11 of the Federal Rules of Civil Procedure based on all publicly available

information, and that all parties and their counsel have complied with each requirement of Rule 11 as to all proceedings herein.

2. Plaintiffs' Consolidated Amended Complaint is dismissed with prejudice and without costs.

Dated: July 16, 2008
New York, New York


ALVIN K. HELLERSTEIN
United States District Judge